

THIRD AMENDMENT TO AGREEMENT
BETWEEN THE CITY OF SUNNYVALE AND COMPASS GROUP USA, INC
FOR FOOD SERVICES

This Amendment to Agreement, dated April 28, 2005, is by and between the CITY OF SUNNYVALE, a municipal corporation ("CITY") and COMPASS GROUP USA, INC., by and through its BATEMAN division, a Delaware corporation ("SUPPLIER").

WHEREAS, on July 1, 2004, CITY and SUPPLIER entered into an Agreement whereby SUPPLIER would provide congregate meal service to CITY; and

WHEREAS, the parties now agree that a Third Amendment to said Agreement is advisable;

NOW, THEREFORE, THE PARTIES ENTER INTO THIS THIRD AMENDMENT TO AGREEMENT:

SECTION 6. COMMENCEMENT AND TERMINATION

This Agreement shall be extended for an additional six (6) months beginning on April 1, 2005 and ending on September 30, 2005.

All other terms and conditions as set forth in the original Agreement, the First Amendment and the Second Amendment, and not in conflict with this Third Amendment, shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have caused their duly authorized officers to execute this Amendment, in duplicate, on the date appearing with their respective signatures.

CITY OF SUNNYVALE

COMPASS GROUP USA, INC
by and through its BATEMAN division

By Elaine Wesely

By: Masi Brettler

Name: Elaine Wesely

Name: Masi Brettler

Title: Purchasing officer

Title: Regional Vice President

Date: 5-3-05

Date: April 28, 2005